

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE: DEALER MANAGEMENT SYSTEMS
ANTITRUST LITIGATION

MDL No. 2817
Case No. 18 C 864

This document relates to:

THE DEALERSHIP CLASS ACTION

Cox Automotive, Inc, et al. v. CDK Global, LLC, Case No. 1:18-CV-1058 (N.D. Ill.)

Loop, LLC, d/b/a AutoLoop v. CDK Global, LLC, Case No. 18-cv-2521 (N.D. Ill.)

Authenticom, Inc. v. CDK Global, LLC et al., Case No. 1:18-cv-00868 (N.D. Ill.)

Motor Vehicle Software Corp. v. CDK Global, Inc., et al., Case No. 1:18-cv-865 (N.D. Ill.)

Hon. Robert M. Dow, Jr.

Magistrate Judge Jeffrey T. Gilbert

**DEFENDANTS' OMNIBUS MOTION TO COMPEL CERTAIN PLAINTIFFS'
COMPLIANCE WITH THEIR DISCOVERY OBLIGATIONS IN
RESPONSE TO DEFENDANTS' WRITTEN DISCOVERY REQUESTS**

Defendants CDK Global, Inc. ("CDK") and The Reynolds and Reynolds Company ("Reynolds") (collectively, "Defendants"), respectfully move this Court for an Order compelling Plaintiffs to comply with their discovery obligations under Fed. R. Civ. P. 26 in response to Defendants' written discovery as set forth below. In support of this motion, Defendants submit the accompanying memorandum of law ("Memorandum").

Dealership Class Plaintiffs

For the reasons detailed in the accompanying Memorandum, CDK respectfully moves this Court for an Order pursuant to Fed. R. Civ. P. 26 compelling Dealership Plaintiffs to: (1) respond in full to 50 Requests for Production (Nos. 1, 5, 7–14, 17, 19, 22–25, 27, 29–31, 33, 35–36, 39–40, 42–44, 46–48, 50–53, 55–63, 71–72, 84–85, 91, and 96); (2) respond in full to two

outstanding Interrogatories (Nos. 8 and 9); and (3) apply 117 search terms as proposed by CDK (in addition to 13 terms to which the Dealers agreed) to the ESI they review.

Pursuant to Local Rule 37.2, CDK certifies that it has met and conferred with Dealership Plaintiffs' counsel in a good faith attempt to resolve the dispute presented by this motion, including by: (1) letters and emails exchanged between Defendants' counsel and Dealership Plaintiffs' counsel on 5/25/2018, 6/12/18, 7/5/2018, 7/13/18, 7/16/18, 7/19/18, 7/25/18, 7/28/18, 8/1/18, 8/2/18, 8/3/18, 8/5/18 and 8/6/18, and (2) telephonic meet and confers between Dealership Plaintiffs' counsel and Defendants' counsel on 6/8/18, 6/13/18, 7/6/18, 7/9/18, 7/10/18, and 8/3/18. The participants included some combination of Matthew Provance, Ethan Hastert and Jessica Michaels for CDK, and John Hughes, Elizabeth McKenna, Sarah Schindler, Robert Wallner, and Peggy Wedgworth for Dealership Plaintiffs.

Cox Automotive, Inc. ("Cox") and Loop, LLC d/b/a AutoLoop ("AutoLoop")

For the reasons detailed in the accompanying Memorandum, CDK respectfully moves this Court for an Order pursuant to Fed. R. Civ. P. 26 compelling Cox and AutoLoop to respond to nine Requests for Production: Nos. 45, 69-71, and 85-86 from the RFPs directed to Cox; and Nos. 27 and 55-56 from the RFPs directed to AutoLoop.

Pursuant to Local Rule 37.2, CDK certifies that it has met and conferred with Cox and AutoLoop's counsel in a good faith attempt to resolve the dispute presented by this motion, including by: (1) letters and emails exchanged between CDK's counsel and counsel for Cox and AutoLoop on 7/17/18, 7/26/18, 7/27/18, 7/30/18, 8/2/18, 8/4/18, 8/5/18, and 8/6/18; and (2) telephonic meet and confers between counsel for Cox and AutoLoop and CDK's counsel on 7/20/18, 7/23/18, and 7/31/18. The participants included some combination of Andrew

Marovitz, Ethan Hastert, Natalie Wayne, and Jessica Michaels for CDK, and Michael Nemelka, Daniel Dorris, and Benjamin Rudofsky for Cox and AutoLoop.

Authenticom, Inc. (“Authenticom”)

For the reasons detailed in the accompanying Memorandum, CDK respectfully moves this Court for an Order pursuant to Fed. R. Civ. P. 26: (1) compelling Authenticom to respond in full to ten outstanding Interrogatories (Nos. 4, 5, 9–14, 21, and 25); and (2) deeming its responses to two contested Requests for Admission (Nos. 3 and 4) as admissions.

Pursuant to Local Rule 37.2, CDK certifies that it has met and conferred with Authenticom’s counsel in a good faith attempt to resolve the dispute presented by this motion, including by: (1) letters exchanged between Defendants’ counsel and Authenticom’s counsel on 5/16/2018, 5/24/2018, 5/25/2018, 6/5/2018, 6/14/2018, 7/19/2018, 7/27/2018, and 7/31/2018; (2) telephonic meet and confers between Authenticom’s counsel and Defendants’ counsel on 5/18/2018, 5/21/2018, 5/22/18, and 8/3/18; and (3) myriad email correspondence too numerous to individually list (but which counsel can provide should the Court so require). The participants in these meet-and-confer sessions included some combination of Leo Caseria, Brian Ross, and Aundrea Gulley for Reynolds, Britt Miller, Matthew Provance, and Ethan Hastert for CDK, and Michael N. Nemelka and Joshua Hafenbrack for Authenticom.

Motor Vehicle Software Corporation (“MVSC”)

For the reasons detailed in the accompanying Memorandum, Defendants respectfully move this Court for an Order pursuant to Fed. R. Civ. P. 26 compelling MVSC to produce documents responsive to Defendants’ Requests for Production dating back to January 1, 2013, and to apply a similar responsive time period for other discovery, including interrogatory responses, where appropriate.

Pursuant to Local Rule 37.2, Defendants certify that they have met and conferred with MVSC's counsel in a good faith attempt to resolve the dispute presented by this motion, including by: (1) letters exchanged between Defendants' counsel and MVSC's counsel on 7/18/18, 7/28/18; 7/30/18; 8/2/18; and 8/3/18; and (2) telephonic meet and confers between MVSC's counsel and Defendants' counsel on 7/25/18, 8/1/18, 8/2/18, and 8/3/18. The participants included some combination Leo Caseria, Brian Ross, and Aundrea Gulley for Reynolds, Matthew Provance and Jessica Michaels for CDK, and Michael Nemelka and Joshua Hafenbrack for MVSC.

Dated: August 6, 2018

Respectfully submitted,

/s/ Aundrea K. Gulley

Aundrea K. Gulley
Kathy D. Patrick
Brian T. Ross
Brice A. Wilkinson
Ross A. MacDonald
Justin D. Patrick
GIBBS & BRUNS LLP
1100 Louisiana Street, Suite 5300
Houston, TX 77002
(713) 751-5258
agulley@gibbsbruns.com
kpatrick@gibbsbruns.com
bross@gibbsbruns.com
bwilkinson@gibbsbruns.com
rmacdonald@gibbsbruns.com
jpatrick@gibbsbruns.com

Michael P.A. Cohen
Amar S. Naik
SHEPPARD MULLIN RICHTER & HAMPTON, LLP
2099 Pennsylvania Ave., NW, Suite 100
Washington, DC 20006
(202) 747-1900
mcohen@sheppardmullin.com
anaik@sheppardmullin.com

/s/ Britt M. Miller

Britt M. Miller
Michael A. Scodro
Matthew D. Provance
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606
(312) 782-0600
bmiller@mayerbrown.com
mscodro@mayerbrown.com
mprovance@mayerbrown.com

Mark W. Ryan
MAYER BROWN LLP
1999 K Street NW
Washington, DC 20006
(202) 263-3000
mryan@mayerbrown.com

*Counsel for Defendant
CDK Global, LLC*

Leo D. Caseria
SHEPPARD MULLIN RICHTER & HAMPTON, LLP
333 S. Hope St., 43rd Floor
Los Angeles, CA 90071
(213) 617-4206
lcaseria@sheppardmullin.com

Dylan I. Ballard
SHEPPARD MULLIN RICHTER & HAMPTON, LLP
Four Embarcadero Center, 17th Floor
San Francisco, CA 94111
(415) 434-9100
dballard@sheppardmullin.com

*Counsel for Defendant The Reynolds and
Reynolds Company*

CERTIFICATE OF SERVICE

I, Britt M. Miller, an attorney, hereby certify that on August 6, 2018, I caused a true and correct copy of the foregoing **DEFENDANTS' OMNIBUS MOTION TO COMPEL CERTAIN PLAINTIFFS' COMPLIANCE WITH THEIR DISCOVERY OBLIGATIONS IN RESPONSE TO DEFENDANTS' WRITTEN DISCOVERY REQUESTS** to be filed and served electronically via the court's CM/ECF system. Notice of this filing will be sent by e-mail to all parties by operation of the court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

/s/ Britt M. Miller

Britt M. Miller

MAYER BROWN LLP

71 South Wacker Drive

Chicago, IL 60606

Phone: (312) 782-0600

Fax: (312) 701-7711

E-mail: bmiller@mayerbrown.com